

MINUTES

BOARD OF TRUSTEES UNITARIAN UNIVERSALIST ASSOCIATION

October 17-18, 2009

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held on Saturday and Sunday, October 17-18, 2009 at 25 Beacon Street in Boston, Massachusetts.

MEMBERS

PRESENT: Allen, Ballester, Bartlett, Blevins, Brody, Courter, Friedman, Gallagher, Greene, Harrison, King, Laskowski, Lund, Loughrey, Marx, McNatt, Morrill, Phinney, Pupke, Rickter, Ritchie, Saunders, Shanti, Urbikas, Wooldridge, and Morales

MEMBERS

ABSENT: None

ALSO

PRESENT: Brennan, Gayeski, Lawrence, Montgomery, and observers

Gini Courter, Moderator, called the meeting to order at 8:30 am on Saturday, October 17, 2009. Jeanne Pupke provided opening words. It was announced that President Morales would lead the worship service on Sunday. Trustees and visitors were introduced and the agenda was approved.

APPROVAL OF GENERAL ASSEMBLY MINUTES

The minutes of the 2009 General Assembly, held in Salt Lake City, Utah, were approved as written.

APPROVAL OF JUNE BOARD MINUTES

The minutes of June 23 and 29, 2009 meetings of the Board of Trustees were approved as written.

APPROVAL OF EXECUTIVE COMMITTEE MINUTES

The minutes of the July 7-9, 2009 meeting of the Executive Committee were approved by the Executive Committee and ratified by the Board of Trustees.

TEMPORARY COMMITTEE APPOINTMENT

By consensus, the Board ratified the decision made by two officers of the Association to approve Ellen Brandenburg as substitute for Greg Stewart at the September 2009 meeting of the Ministerial Fellowship Committee. The authorization for this process was approved by the Board of Trustees at their April 2008 meeting.

SECRETARY'S REPORT

Tom Loughrey, Secretary, pointed out that a First Vice Moderator needed to be elected.

Proposed Rule Change

M (Loughrey), S, and

VOTED: To place on the agenda of the 2010 General Assembly the following proposed Rule change:

Rule G-9.12.6. Campaigns for Elective Office.

- a. Each candidate for an at-large elective position may submit to the Association a campaign statement ~~or flyer on a paper measuring 8 1/2 by 11 inches~~. The Association will ~~print and compile a packet made up of~~ post electronically the statements of all candidates. Notice of the posting shall ~~to~~ be distributed to the congregations with the absentee ballots and electronically, and to the delegates as a part of the final agenda.

ADMINISTRATION REPORT

President Peter Morales reported on staff reorganization and his strategic initiatives in ministry, growth, and public witness. He said that the UUA buildings would soon house a studio for making videos and that the Association's web site was being redesigned. Discussion was held concerning the status of work with youth and young adults.

Tim Brennan, Chief Financial Officer, reported that fiscal year 2009 had ended well, breaking even but said that assets had declined by \$35 million. He noted, however, that since June 30, the UU Common Endowment Fund had performed well and was up 17%. Brennan said that the Compensation, Benefits and Pension Committee was going through a rigorous process in order to recommend to the board a future administrator for the retirement plan.

FINANCIAL ADVISOR'S REPORT

Dan Brody, Financial Advisor, reported on the history of income to the Association. He noted that he urged the creation of an endowment spending policy, that a plan needed to be created to determine the level of spending on stewardship and development work at the end of the recent capital campaign, and that a choice needed to be made concerning a record-keeping firm for the UUA pension plan. He reviewed the status of the UUA health plan, noting that the increase in premiums for the plan had been 15% over three years, compared to 30-40% for many plans.

REPORT OF THE CONGREGATIONS WORKING GROUP

Members of the Congregations Working Group reported on their discussions, including a discussion of responsive resolutions at General Assembly, General Assembly workshops, and the ongoing discussion about what a congregation is.

M (Harrison), S, and

VOTED: That the San Gabriel UU Fellowship of Georgetown, Texas be accepted as a member congregation of the UUA

M (Bartlett), S, and

VOTED: That the Unitarian Universalist Church of Tullahoma, TN, currently in affiliation with the Thomas Jefferson District of the UUA, be changed to affiliation with the Mid-South District effective July 1, 2009.

REPORT OF THE PARTNERSHIPS AND ALLIANCES WORKING GROUP

Members of the Partnerships and Alliances Working Group reported on their discussions, including a meeting with staff from the Unitarian Universalist Service Committee on the joint history of the UUA and the UUSC and recent work on disaster relief.

REPORT OF THE EXCELLENCE IN MINISTRY WORKING GROUP

Members of the Excellence in Ministry Working Group reported on their discussions, including the need for a task force to examine potential policies that would foster excellence in ministry.

M (Gallager), S, and

VOTED: Be it resolved that the Board of Trustees of the Unitarian Universalist Association will appoint a task force to examine all UUA credentialing processes and to recommend appropriate changes to the Board by April 1, 2011, with a status report including a work plan by June 20, 2010. The task force shall consist of the convener and four other members appointed by the Executive Committee of the Board upon recommendation of the Committee on Committees.

REPORT OF THE GOVERNANCE WORKING GROUP

Members of the Governance Working Group reported on their discussions, including plans to meet with the District Presidents' Association in November, concerns about changing policies, and plans for possible Bylaws revisions.

M (Blevins), S, and

VOTED: To adopt revised annual calendar for monitoring reports as shown in **Appendix A**.

The Annual Calendar is available at:
http://uua.org/documents/boardtrustees/governancewg/policy_manual_a3a_schedule.pdf

M (Blevins), S, and

VOTED: Moved that Policy 4.4.3 be replaced with new language, as follows:

Current language:

4.4.3. In every case, the standard for compliance shall be *any reasonable interpretation by the President* of the Board policy being monitored. Only the Board may decide what constitutes a reasonable interpretation.

New language added (**in bold**):

4.4.3. In its review of internal monitoring reports, the board will require a standard of excellence in monitoring where the interpretation includes the presentation of the President's established operational definition, details the standard for successful performance, and includes a rationale to justify the

reasonableness of the definition. The interpretation will be followed by data and evidence that demonstrates both results and compliance with the operational definition, and includes the President's declaration of compliance or non-compliance.

In every case, the standard for compliance shall be *any reasonable interpretation by the President* of the Board policy being monitored. Only the Board may decide what constitutes a reasonable interpretation.

M (Blevins), S, and

VOTED: The ENDS Policy 1.0.4 is to be changed as follows.

Current language:

1.0.4 These are all at equal priority and are to be achieved within a justifiable cost.

Proposed language:

1.0.4 These are all of equal importance and are to be achieved within a justifiable cost.

Rationale:

- a) The ENDS policies need to stand as a whole, a complete entity.
- b) The word priority implies a time sequencing, while the word importance does not. All the ENDS are important. None can be set aside.
- c) The President is called to report to the Board, in his monitoring report, his interpretation, his view of the relative priority of the initiatives the staff will undertake to move the Association toward our ENDS. The Board will then have to assess if they believe the President has proposed a reasonable interpretation.

M (Blevins), S, and

VOTED: The Board accepts the monitoring reports for policies 2.4 and 2.5 as presented and received on 21 Sept 2009, and finds that the interpretation does not meet the standard for reasonableness. The Board advises the President to revise the interpretation to meet the Board's standard as identified in Policy 4.4.3 in the next rotation of this report in September 2010.

REPORT OF THE LINKAGE WORKING GROUP

Members of the Linkage Working Group reported on their discussions, including their consensus that the Board should not prioritize Ends but that priority should come from the interpretations from the President.

M (Laskowski), S, and

VOTED: The UUA Board will adopt, as its next formal linkage focus, right relationship between the Board and its member congregations in their role as Sources, to be carried out primarily between January and April of 2010.

REPORT OF THE ANTI-RACISM/ANTI-OPPRESSION ASSESSMENT AND MONITORING TEAM

Members of the Anti-Racism/Anti-Oppression Assessment and Monitoring Team reported on their discussions, including their General Assembly meeting with leaders of various identity-based groups and AR/AO/MC training for the Board of Trustees.

FINANCE COMMITTEE REPORT

Members of the Finance Committee reviewed their discussions, including their review of the fiscal year 2009 budget, the upcoming 2010 budgets, the status of the UUA retirement plan, fundraising results, the Annual Program Fund “fair share” for 2011, and the role and charge of the Finance Committee.

M (Rickter), S, and

VOTED: To ask the Finance Committee to conduct a review of policy 2.8 "Financial Condition and Activities" and the proposed text for Policy 2.8.21 and report any suggested changes back to the UUA Board in April 2010.

BOARD BUSINESS

M (Harrison), S, and

VOTED: To move the site of the January 2010 meeting of the UUA Board of Trustees to San Antonio, TX.

M (Pupke), S, and

VOTED: That for this meeting John Blevins be authorized to speak on matters of transition in governance to press inquiries.

M (Gallagher), S, and

VOTED: That for this meeting Linda Laskowski be authorized to speak on behalf of the Board concerning "linkage."

M (Pupke), S, and

VOTED: That the administration arrange for advance publicity and media preparation for the Board meeting to be held in San Antonio, TX in January 1010.

M (Laskowski), S, and

VOTED: The UUA Board requests the staff of the Association to provide the following information and reports to the UUA Board by December 1, 2009:

- Chronology about what happened from 2004 on
- Where are we now on District and National Youth Leadership?
- Administration's vision
- What are the models of youth leadership in other denominations?

Reports

Text of Responsive Resolution on Youth (from GA 2008)

Consultation to and with Youth

Mosaic Report

EXECUTIVE SESSION

The Board voted to go into Executive Session to discuss Committee on Committees matters and, when it returned to regular session, asked that appointments be entered into the regular minutes of the meeting.

COMMITTEE ON COMMITTEES' REPORT

M (Greene), S, and

VOTED: To approve the following committee appointments,

TRUSTEES

(Beginning immediately)

Anti-Racism/Anti-Oppression/Multicultural Assessment and Monitoring Team

Nick Allen, Co-chair
Jake Morrill
Chuck Wooldridge, Co-chair

Linkage Working Group

Nick Allen
Jake Morrill

Welcoming Team

Eva Marx

Open UUA Implementation Committee

Nancy Bartlett, liaison

C*UUYAN

Rosemary Bray McNatt, liaison

Assistant Secretary

Susan Ritchie

OTHER

(effective January 1, 2010 and ending December 31, 2011 unless otherwise noted)

Investment Committee

Arnold Bradburd
Jim Sherblom, chair
David Stewart

Audit Committee

Carol Gable
Jim Key
Christopher Reece, chair

Committee on Socially Responsible Investing

Simon Billenness
Glenn Farley, co-chair
Vanessa Lowe, co-chair

Julie Skye

Election Campaign Practices Committee

Ken Sawyer, chair

Fifth Principle Task Force

Joe Sullivan, chair (replacing Denise Davidoff as chair)

Journey Toward Wholeness Transformation Committee

Connie Brown (immediate appointment filling vacancy)

Scott McNeil

Wendy von Zirpolo, co-chair

Michael Sallwasser, co-chair

Arthur Tackman

Helen Boxwill

Natalie Maxwell Fenimore

FUNDING PANELS

Fund for a Just Society

Catherine Chang, co-chair

Robin Kimbrough-Melton, co-chair

Jim Eller

Stephen Shick

Roger Jones

Fund For Unitarian Universalism

Maj-Britt Johnson

Carol Huston

Young Kim, co-chair

Judith E. Meyer, co-chair

Fund For Unitarian Universalist Social Responsibility

Bob Johnsen, chair

Susan Moran

Paula Nett

Anthony Johnson

Fund For International Unitarian Universalism

Lalitha Janamanchi

Sandra Danforth

William Schulz

Vic Henschel

Patrice Curtis

Board of Review

Connie Brown (mid-term appointment to replace Janice Marie Johnson)

Ministerial Fellowship Committee

Carey McDonald
Wayne Arnason, chair
Cynthia Kane
Jessica Halperin
Anthony Stringer
Deborah Haffner
Karen Eng
P.D. Wadler

Panel on Theological Education (POTE)

Barbara Merritt, chair
Marvin Ellison
Virginia Jarocho-Ernst
Rob Hardies
Linda Laskowski (UUA Board)

Midwest Regional Subcommittee on Candidacy

Libby Starling, chair
Barbara Pescan
Paul Beckel
Melissa Carvill-Ziemer
Karen Wille, Evelyn Johnson
Dr. Brent Smith
Bill Haney
Sharon Blevins
Mel Hoover

Regional Subcommittee on Candidacy, New England *

Sarah Stewart
Marta Flanagan, chair
Sarah Gibb Millspaugh
Vann Knight
Deborah Cayer
Randy Burnham
R. Allyn Clark

Regional Regional Subcommittee on Candidacy, Southeast (SERSCC)

Kathryn Bowman
Leslie Trew, chair
Mark Hicks

Alice Syltie
Amassa Fauntleroy
Suzanne Henshaw
Matt Tittle

West Regional Subcommittee on Candidacy (WRSCC)

Rachel Anderson, chair
Ken Collier
Beth Banks
Steve Epperson
Stephen Furrer
Jesse King
Charla Weiss
Mary Rose
Jo Victoria

Religious Education Credentialing Committee

Jan Devor, chair
Tandy Sheffler
Russell Araujo
Kathryn Warrior
Steve Lynn
Donna Harrison (board)

Openness Implementation Committee

Carol Agate
Sam Trumbore
Evelyn Spurgin, chair

* John Blevins asked that it be noted that he had recused himself from the vote on the Midwest Regional Subcommittee on Candidacy.

CLOSING

The meeting was adjourned at 3:25 pm on Sunday, October 18, 2009.

Respectfully submitted,

/s/ Kathleen Montgomery
Recording Secretary

BOARD OF TRUSTEES SCHEDULE

*The board normally meets as follows in **January** and **April**:*

Thursday: Committee Day: Anti-Racism/Anti-Oppression/Multiculturalism Assessment and Monitoring Team; Committee on Committees; and Finance Committee meet. Whole board activities begin with Thursday dinner.

Friday: Working Group Day

Saturday: Board meeting

Sunday: Board meeting followed by Coordinating Council meeting

*In **June**, the Board meets before and after the General Assembly. The schedule allows Board member participation in UU University and UUMA Ministry Days. Working groups normally do not meet at the June meeting. In election years (odd years), newly elected trustees must attend Anti-Racism / Anti-Oppression training for leaders following General Assembly.*

*In **October**, the Board meeting is one day longer, with Committee Day on Wednesday. In October of odd years (2009, 2011 ...) the Board meeting is preceded by a retreat for new board members beginning on Tuesday or Wednesday.*

January 2010, San Antonio, TX:

Wednesday, January 13 - Arrive

Thursday, January 14 - Committees

Friday, January 15 – Working Groups

Saturday, January 16 – Sunday, January 17 – Board of Trustees meeting
(Board packet deadline: **December 21, 2009**)

April 2010, Boston, Massachusetts:

Thursday, April 15 - Committees

Friday, April 16 – Working Groups

Saturday, April 17 – Sunday April 18 – Board of Trustees meeting
(Board packet deadline: **March 15, 2010**)

June 2010, Minneapolis, MN:

Tuesday, June 22 – Wednesday, June 23 – Board of Trustees meeting

Wednesday, June 23 – Sunday June 27 – General Assembly

Monday, June 28 – Board of Trustees meeting

(Board packet deadline: **May 17, 2010**)

October 2010, Boston, Massachusetts:

Thursday, October 14 - Committees

Friday, October 15 – Working Groups

Saturday, October 16 – Sunday October 17 – Board of Trustees meeting
(Board packet deadline: **September 29, 2010**)

January 2011, Boston, Massachusetts:

Thursday, January 20 - Committees

Friday, January 21 – Working Groups

Saturday, January 22 – Sunday, January 23 – Board of Trustees meeting
(Board packet deadline: **December 20, 2010**)

April 2011, Boston, Massachusetts:

Thursday, April 14 - Committees

Friday, April 15 – Working Groups

Saturday, April 16 – Sunday April 17 – Board of Trustees meeting
(Board packet deadline: **March 14, 2011**)

June 2011, Charlotte, NC:

Tuesday, June 21 – Wednesday, June 22 – Board of Trustees meeting

Wednesday, June 22 – Sunday June 26 – General Assembly

Monday, June 27 – Board of Trustees meeting

(Board packet deadline: **May 16, 2011**)

APPENDIX A
UUA GOVERNANCE POLICY MANUAL
MONITORING SCHEDULE BY POLICY NUMBER

Sorted by Policy Number (shaded column)

Revised 18 October 2009

Policy	Policy Title	Method of Monitoring	Freq- uency	Due to Board from Admin	Trustee s Receive By	Trustees Review Due Date
1.0	Ends	Internal	Annual	20 Dec	27 Dec	10 Jan
2.0	Global Leadership Covenant	Internal	Annual	20 Apr	27 Apr	10 May
2.1	Treatment of People	Internal	Annual	20 Jun	27 Jun	10 Jul
2.2	Treatment of Congregations	Internal	Annual	20 Jul	27 Jul	10 Aug
2.3	Treatment of Staff	Internal	Annual	20 Aug	27 Aug	10 Sep
2.4	Compensation and Benefits	Internal	Annual	20 Sep	27 Sep	10 Oct
2.5	Compensation of Religious Professional & Church Staff	Internal	Annual	20 Sep	27 Sep	10 Oct
2.6	Availability of Benefits for Related Organizations	Internal	Annual	20 Oct (TBA '09)	27 Oct	10 Nov
2.7	Financial Planning and Budgeting	Internal	Annual	20 Mar	27 Mar	7 Apr
2.8	Financial Condition & Activities	Internal	Annual	20 Sept	27 Sept	10 Oct
2.9	Grants, Contracts & Partnerships	Internal	Annual	20 May	27 May	10 Jun
2.10	Asset Protection	Internal	Annual	20 Dec	27 Dec	10 Jan
2.11	External Relations	Internal	Annual	20 Feb	27 Feb	10 Mar
2.12	Emergency Presidential Incapacity	Internal	Annual	20 Feb	27 Feb	10 Mar
2.13	Election Practices	Internal	Annual	20 Mar	27 Mar	10 Apr
2.14	Communication & Support to Board	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
3.0	Global Governance Commitment	Direct Inspection	Annual	20 Sept	27 Sept	10 Oct
3.1	Governing Style	Direct Inspection	Annual	20 Sept	27 Sept	10 Oct
3.2	Board Job Description	Direct Inspection	Annual	20 Sept	27 Sept	10 Oct
3.3	Board & Board Members' Code of Conduct	Direct Inspection	Annual	20 Sept	27 Sept	10 Oct
3.4	External Relations	Direct Inspection	Annual	20 Dec	27 Dec	10 Jan
3.5	Agenda Planning	Direct Inspection	Annual	20 Dec	27 Dec	10 Jan
3.6	Election of Officers & Officers' Roles	Direct Inspection	Annual	20 Dec	27 Dec	10 Jan
3.7	Board Committee Principles	Direct Inspection	Annual	20 Dec	27 Dec	10 Jan
3.8	Board Committee Structure	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr

3.9	Cost of Governance	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
4.0	Board-President Linkage	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
4.1	Unity of Control	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
4.2	Accountability to the President	Direct Inspection	Annual	20 May	27 May	10 Jun
4.3	Partnership with the President	Direct Inspection	Annual	20 May	27 May	10 Jun
4.4	Monitoring Presidential Performance	Direct Inspection	Annual	20 May	27 May	10 Jun
4.5	Presidential Compensation and Benefits	Direct Inspection	Annual	20 May	27 May	10 Jun

APPENDIX A
UUA GOVERNANCE POLICY MANUAL
MONITORING SCHEDULE BY DATE DUE TO BOARD FROM ADMIN

Sorted by Date Due to Board from Administration (shaded column) as of 18 Oct 2009

Policy	Policy Title	Method of Monitoring	Freq- uency	Due to Board from Admin	Trustees Receive By	Trustees Review Due Date
2.11	External Relations	Internal	Annual	20 Feb	27 Feb	10 Mar
2.12	Emergency Presidential Incapacity	Internal	Annual	20 Feb	27 Feb	10 Mar
2.13	Election Practices	Internal	Annual	20 Mar	27 Mar	10 Apr
2.14	Communication & Support to Board	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
2.7	Financial Planning and Budgeting	Internal	Annual	20 Mar	27 Mar	7 Apr
3.8	Board Committee Structure	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
3.9	Cost of Governance	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
4.0	Board-President Linkage	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
4.1	Unity of Control	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
2.0	Global Leadership Covenant	Internal	Annual	20 Apr	27 Apr	10 May
2.9	Grants, Contracts & Partnerships	Internal	Annual	20 May	27 May	10 Jun
4.2	Accountability to the President	Direct Inspection	Annual	20 May	27 May	10 Jun
4.3	Partnership with the President	Direct Inspection	Annual	20 May	27 May	10 Jun
4.4	Monitoring Presidential Performance	Direct Inspection	Annual	20 May	27 May	10 Jun
4.5	Presidential Compensation and Benefits	Direct Inspection	Annual	20 May	27 May	10 Jun
2.1	Treatment of People	Internal	Annual	20 Jun	27 Jun	10 Jul
2.2	Treatment of Congregations	Internal	Annual	20 Jul	27 Jul	10 Aug
2.3	Treatment of Staff	Internal	Annual	20 Aug	27 Aug	10 Sep
2.4	Compensation and Benefits	Internal	Annual	20 Sep	27 Sep	10 Oct
2.5	Compensation of Religious Professional & Church Staff	Internal	Annual	20 Sep	27 Sep	10 Oct
2.8	Financial Condition & Activities	Internal	Annual	20 Sept	27 Sept	10 Oct
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2.6	Availability of Benefits for Related Organizations	Internal	Annual	20 Oct (TBA '09)	27 Oct	10 Nov
1.0	Ends	Internal	Annual	20 Dec	27 Dec	10 Jan
2.10	Asset Protection	Internal	Annual	20 Dec	27 Dec	10 Jan
3.4	External Relations	Direct Inspection	Annual	20 Dec	27 Dec	10 Jan
3.5	Agenda Planning	Direct Inspection	Annual	20 Dec	27 Dec	10 Jan
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